

## Exhibit A



Corporate Office  
800 Commonwealth Drive  
Suite 100  
Warrendale, PA 15086  
Phone 724.776.9780  
Fax 724.776.2384

June 22, 2007

[Address]  
[Address]  
[Address]  
[Address]

Dear [Vendor],

Enclosed you will find a copy of our rue21 Vendor Compliance Manual. One of the challenging aspects of our growth is the ongoing requirement to manage more goods more efficiently. In order to meet this challenge we must continually monitor and improve our quality control and flow processes, a task not possible without the full support of our vendors.

We ask that you carefully review this document so you are well aware of our current policies and procedures. Staying within these guidelines will assure your goods move promptly and efficiently through our distribution system, giving you the best possible sell-through and visibility in our stores. Please note the compliance charge table at the end of the document. As your partner we do not apply these charges without due consideration.

Our vendor compliance policies are in place in order to move rue21 and our vendor partnerships towards a standard of excellence, the rue21 mission across all aspects of our business. We look forward to continuing strong growth for the benefit of both our vendors and rue21. Should you have questions regarding our policies please contact our Vendor Relations Supervisor, Mike Dayieb at extension 7472.

Sincerely,

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Kim Reynolds  
Senior Vice President & GMM

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Keith McDonough  
Senior Vice President & CFO

Cc: Bob Fisch, President & CEO

## Exhibit B



Corporate Office  
800 Commonwealth Drive  
Suite 100  
Warrendale, PA 15086  
Phone 724.776.9780  
Fax 724.776.4111

May 30, 2006

Dear Vendor,

Enclosed you will find a copy of our updated rue21 Vendor Compliance Manual. One of the challenging aspects of our growth is the ongoing requirement to manage more goods more efficiently. In order to meet this challenge we must continually monitor and improve our quality control and flow processes, a task not possible without the full support of our vendors.

We ask that you carefully review this document so you are well aware of our current policies and procedures. Staying within these guidelines will assure your goods move promptly and efficiently through our distribution system, giving you the best possible sell-through and visibility in our stores. Please note the updated compliance charge table at the end of the document. As your partner we do not apply these charges without due consideration. We plan to adopt these new policies today but not apply any of the updated compliance penalty charges during the first 60 days the new policy is in effect. We trust this 60-day period will enable our vendors to review the new manual in detail and if not done so already, get into complete compliance with our new policies. The updated charge backs will apply for vendor violations occurring after August 7, 2006.

Our vendor compliance policies are in place in order to move rue21 and our vendor partnerships towards a standard of excellence, the rue21 mission across all aspects of our business. We look forward to continuing strong growth for the benefit of both our vendors and rue21. Should you have questions regarding our new policies please contact our Vendor Relations Supervisor, Mike Dayieb at extension 143.

Attached is also an outline of the most prominent changes that have been made to the manual and should be reviewed carefully.

Sincerely,

A handwritten signature in black ink, appearing to read "Kim Reynolds".  
Kim Reynolds  
Senior Vice President & GMM

A handwritten signature in black ink, appearing to read "Keith McDonough".  
Keith McDonough  
Senior Vice President & CFO

Cc: Bob Fisch, President & CEO



Corporate Office  
800 Commonwealth Drive  
Suite 100  
Warrendale, PA 15086  
Phone 724.776.9780

Compliance Manual Changes

Although all vendors should carefully review each section of the attached manual, below is a list of the most prominent changes to the manual since the last issue.

- Page B2 – Changed east coast consolidator to Pacific Logistics.
- Section C (Sample Submittal Procedures) – Entire section was updated.
- Page E2 – Updated label and tag ordering contact information.
- Page E3 – Updated Label Order Form.
- Pages E4-E6 – Updated label and hang tag instructions.
- Pages E8-E12 – Updated accessory cards and string tag order form (now includes rue21 etc!).
- Pages E13, E14, E15 & E17 – Updated label and price tag placement.
- Pages E23-E27 & E29-E31 – Removed tissue from the folding requirements.
- Page E35 – Updated Packing and Marking Cartons letter G and Cross Dock Shipments number 4, 5 & 8.
- Page E36 – Updated Bundle Packing # 6 and Open Stock or Non-Pre-Ticketed Merchandise #1.
- Page E39 – Updated Shipment Identification and Purchase Order Identification.
- Pages E40 & E41 – New packing list.
- Pages E43 & E44 – Instructions for barcode labeling.
- Section F (Shipping and Routing) – Entire section was updated.
- Page G1 – Updated payment terms and letter C under Invoice Preparation.
- Section H – The following charge back violations were either updated or added: 6, 8, 9, 11, 16, 21, 29, 33, 35, 36, 37, 40, 41, 42, 43, 44, 45, 46 & 47.

## Exhibit C

DATE:	NAME:	EXT:	DEPT:	
<u>PLEASE CIRCLE FED EX SERVICE LEVEL:</u>		<u>SPECIAL SERVICES</u>		
FIRST OVERNIGHT	Delivery by 8:30am - Next Business Day	<u>SATURDAY DELIVERY</u>		
PRIORITY OVERNIGHT	Delivery by 10:30am - Next Business Day	<u>INSURED AMOUNT</u>		
STANDARD OVERNIGHT	Delivery by 3pm - Next Business Day			
2-DAY	Delivery by 4:30pm - 2 Business Days			
EXPRESS SAVER	Delivery by 4:30pm - 3 Business Days	For mailroom use only:		
GROUND	Delivery by end of business day - 1-5 Business days	Invoice Customer Dept. PO Number.	INITIALS Date 08/02/2006 M0/HUNG TAT Nat. 0 9 L FINANCE COD DV	SHIPPING SPECIAL HANDLING TOTAL
INTERNATIONAL FIRST	Delivery by 8:30am in 2 business Days depending on E			
INTERNATIONAL ECONOMY Delivery by end of business day - 2-5 Business days		Svcs: GND PPD TRCK: 279089430245630 <u>SPECIAL NOTES OR INSTRUCTIONS:</u>		
<u>SHIP TO: (Please print clearly)</u>		<u>BILL TO:</u>		
attn: <u>Hung Tat</u>	phone#: <u></u>	SENDER		
Company <u></u>	Address: <u></u>	RECIPIENT		
		Acct #		

FedEx | Track

Hung  
TAT

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## Track Shipments Detailed Results

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Select another track:  

Tracking number	279089430245630	Reference	MD/HUNG TAT
Signed for by	YQUINONEZ	Department number	FINANCE
Ship date	Jun 2, 2006	Destination	New York, NY
Delivery date	Jun 6, 2006 2:53 PM	Service type	Ground-Domestic
		Pieces	1
		Weight	0.9 lbs.

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Reduce future mistakes by using  
[FedEx Address Checker](#).

[Tracking a FedEx SmartPost  
Shipment?](#)  
Go to [shipper login](#)

Status Delivered

Signature Image available Yes

Date/Time	Activity	Location	Details
Jun 6, 2006	2:53 PM Delivered	New York, NY	
	8:00 AM On FedEx vehicle for delivery	BROOKLYN, NY	
	4:30 AM At local FedEx facility	BROOKLYN, NY	
Jun 3, 2006	1:20 AM Arrived at FedEx location	LEWISBERRY, PA	
Jun 2, 2006	8:02 PM Left origin	PITTSBURGH, PA	
	5:22 PM Arrived at FedEx location	PITTSBURGH, PA	
	4:15 PM Package data transmitted to FedEx	WARRENDALE, PA	
	3:59 PM Picked up	PITTSBURGH, PA	

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E-mail your detailed tracking results (optional)

Enter your name and e-mail address, submit up to three e-mail addresses, add your message (optional), and click Submit. If you include a message, you must enter your name and e-mail address in the fields provided.

Your Name: Add personal message: Your E-mail Address: To E-mail Address(es):   
Not available for non-English characters

By selecting this check box and the Submit button, I agree to these [Terms and Conditions](#)





FedEx Ground  
P.O. Box 108  
Pittsburgh, PA 15230-0108

Hung  
Tat

April 19, 2007

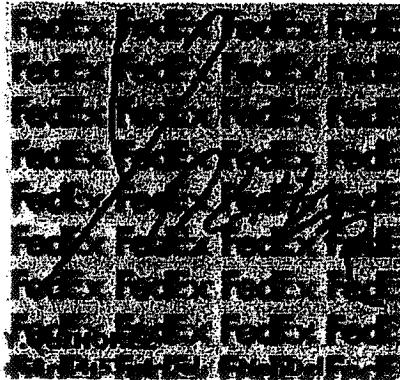
Dear Customer:

The following is the proof of delivery you requested with the tracking number 279089430245630.

---

**Delivery Information:**

Status:	Delivered	Delivery location:	520 8TH AVE SUITE 900 New York, NY 10018
Signed for by:	YQUINONEZ	Delivery date:	Jun 6, 2006 14:53
Service type:	Ground-Domestic		




---

**Shipping Information:**

Tracking number:	279089430245630	Ship date:	Jun 2, 2006
		Weight:	0.9 lbs.

**Recipient:**  
520 8TH AVE SUITE 900  
New York, NY 10018 US

**Shipper:**  
RUE21  
RUE21  
800 COMMONWEALTH DR  
SUITE 100  
WARRENDALE, PA 15086 US

**Reference**  
**Department number**

MD/HUNG TAT  
FINANCE

Thank you for choosing FedEx Ground.

FedEx Ground  
Delivery Information Department  
1.800.GoFedEx 1.800.463.3339

## Exhibit D

DATE: 7-27-06	NAME: Mike DAVID	EXT: 7478	DEPT: FIN
PLEASE CIRCLE FED EX SERVICE LEVEL:		<u>SPECIAL SERVICES</u>	
FIRST OVERNIGHT	Delivery by 8:30am - Next Business Day	<u>SATURDAY DELIVERY</u>	
PRIORITY OVERNIGHT	Delivery by 10:30am - Next Business Day	<u>INSURED AMOUNT</u>	
STANDARD OVERNIGHT	Delivery by 3pm - Next Business Day		
2-DAY	Delivery by 4:30pm - 2 Business Days	Invoice: Date: 07/27/2006	SHIPPING: 4.56
EXPRESS SAVER	Delivery by 4:30pm - 3 Business Days	Cust: MD/KHOTIC LOVE Wgt: 1.0 LBS	SPECIAL: 0.22
GROUND	Delivery by end of business day - 1-5 Business days	Dept: FINANCE COD: 0.00	HANDLING: 0.00
INTERNATIONAL FIRST	Delivery by 8:30am in 2 business Days depending on European city	P0 Number: DV: 0.00	TOTAL: 4.78
INTERNATIONAL ECONOMY	Delivery by end of business day - 2-5 Business days	Svcs: GND PPD TRCK: 279089430264211	
SHIP TO: (Please print clearly)		<u>BILL TO:</u>	
attn: (A2203) /EFRE phone#: 310-477-0673		SENDER	
Company: KHOTIK LOVE		RECIPIENT	
Address: 671 S. ANDERSON STREET LA CA 90022		Acct #:	
SPECIAL NOTES OR INSTRUCTIONS:			

For Courier Services other than Fed Ex or any questions please call EXT. 7187 or 7188

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Tracking number	279089430264211	Reference	MD/KHAOTIC LOVE
Signed for by	BCERISSMO	Department number	FINANCE
Ship date	Jul 27, 2006	Destination	Warrendale, PA
Delivery date	Aug 9, 2006 9:44 AM	Service type	Ground-Domestic
		Pieces	1
		Weight	2.1 lbs.

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[Tracking a FedEx Sm Shipment?](#)  
Go to [shipper login](#)

Status	Delivered
Signature Image available	Yes

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Date/Time	Activity	Location	Details
Aug 9, 2006 9:44 AM	Delivered	Warrendale, PA	
	At local FedEx facility	PITTSBURGH, PA	
Aug 8, 2006 11:16 PM	Departed FedEx location	GROVE CITY, OH	
	5:30 PM Arrived at FedEx location	GROVE CITY, OH	
	8:51 AM Departed FedEx location	CHAMPAIGN, IL	
Aug 7, 2006 3:04 PM	Arrived at FedEx location	CHAMPAIGN, IL	
Aug 5, 2006 10:36 AM	Departed FedEx location	LOS ANGELES, CA	
	6:05 AM Arrived at FedEx location	LOS ANGELES, CA	
	2:59 AM Departed FedEx location	WHITTIER, CA	
Aug 4, 2006 7:17 AM	Package returned to shipper	WHITTIER, CA	Unable to deliver shipment, return to shipper
Aug 3, 2006 4:05 AM	Shipment exception	WHITTIER, CA	Cannot locate recipient
Aug 2, 2006 2:25 PM	Delivery exception	WHITTIER, CA	Refused by recipient
	8:04 AM On FedEx vehicle for delivery	WHITTIER, CA	
Aug 1, 2006 11:26 PM	At local FedEx facility	WHITTIER, CA	
	11:03 PM Departed FedEx location	BLOOMINGTON, CA	
	1:36 PM Arrived at FedEx location	BLOOMINGTON, CA	
Jul 28, 2006 6:43 AM	Arrived at FedEx location	GROVE CITY, OH	
Jul 27, 2006 7:17 PM	Arrived at FedEx location	PITTSBURGH, PA	
	3:01 PM Picked up	PITTSBURGH, PA	

[Signature proof](#)
[Track more shipments](#)

DATE:	NAME: <i>PT/RE</i>	EXT:	DEPT:
<b>PLEASE CIRCLE FED EX SERVICE LEVEL:</b>		<b>SPECIAL SERVICES</b>	
FIRST OVERNIGHT	Delivery by 8:30am - Next Business Day	SATURDAY DELIVERY	
PRIORITY OVERNIGHT	Delivery by 10:30am - Next Business Day	INSURED AMOUNT	
STANDARD OVERNIGHT	Delivery by 3pm - Next Business Day	For mailroom use only:	
2-DAY	Delivery by 4:30pm - 2 Business Days	Invoice: 08/16/2006	SHIPPING: 4.56
EXPRESS SAVER	Delivery by 4:30pm - 3 Business Day	Cust. MD/ KHROTTK LOY Wgt: 1.0 LBS	SPECIAL: 0.22
GROUND	Delivery by end of business day - 1-5	Dept. FINANCE COD: 0.00	HANDLING: 0.00
INTERNATIONAL FIRST	Delivery by 8:30am in 2 business Da.	PO Number: DV: 0.00	TOTAL: 4.78
INTERNATIONAL ECONOMY Delivery by end of business day - 2-5 Business days		Svcs: GND PPD TRCK: 279089430270557	
<b>SHIP TO: (Please print clearly)</b>		<b>BILL TO:</b>	<b>SPECIAL NOTES OR INSTRUCTIONS:</b>
attn: <i>11-07-14-1001</i>	phone#: <i>7188</i>	SENDER	
Company: <i>11-07-14-1001</i>		RECIPIENT	
Address: <i>11-07-14-1001</i>		Acct #:	

For Counter Services other than Fed Ex or any questions please call EXT. 7187 or 7188

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Tracking number	27908943027055	Reference	MD/ KHAOTIK LOVE
Signed for by	CCARLOS	Department number	FINANCE
Ship date	Aug 15, 2006	Destination	Los Angeles, CA
Delivery date	Aug 21, 2006 9:15 AM	Service type	Ground-Domestic
		Pieces	1
		Weight	1.0 lbs.
Status	Delivered	<a href="#">Wrong Address?</a> Reduce future mistakes by using <a href="#">FedEx Address Checker</a> .	
Signature image available	Yes	<a href="#">Tracking a FedEx SmartPost Shipment?</a> Go to <a href="#">shipper login</a>	

Date/Time	Activity	Location	Details
Aug 21, 2006 9:15 AM	Delivered	Los Angeles, CA	
6:16 AM	On FedEx vehicle for delivery	WHITTIER, CA	
Aug 19, 2006 1:49 AM	At local FedEx facility	WHITTIER, CA	
12:58 AM	Departed FedEx location	BLOOMINGTON, CA	
Aug 18, 2006 8:48 PM	Arrived at FedEx location	BLOOMINGTON, CA	
Aug 17, 2006 10:55 AM	Departed FedEx location	LENEXA, KS	
3:56 AM	Arrived at FedEx location	LENEXA, KS	
Aug 16, 2006 10:21 AM	Departed FedEx location	GROVE CITY, OH	
6:36 AM	Arrived at FedEx location	GROVE CITY, OH	
Aug 15, 2006 11:02 PM	Left origin	PITTSBURGH, PA	
5:50 PM	Arrived at FedEx location	PITTSBURGH, PA	
3:21 PM	Package data transmitted to FedEx	WARRENDALE, PA	
3:06 PM	Picked up	PITTSBURGH, PA	



E-mail your detailed tracking results (optional)

Enter your name and e-mail address, submit up to three e-mail addresses, add your message (optional), and click Submit. If you include a message, you must enter your name and e-mail address in the fields provided.

Your Name:

Add personal message:

Not available for non-English characters

Your E-mail Address:

To E-mail Address(es):



FedEx Ground  
P.O. Box 108  
Pittsburgh, PA 15230-0108

April 19, 2007

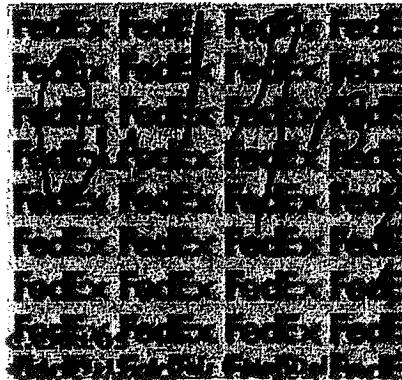
Dear Customer:

The following is the proof of delivery you requested with the tracking number 27908943027055.

---

**Delivery Information:**

Status:	Delivered	Delivery location:	671 S ANDERSON ST Los Angeles, CA 90023
Signed for by:	CCARLOS	Delivery date:	Aug 21, 2006 09:15
Service type:	Ground-Domestic		




---

**Shipping Information:**

Tracking number:	27908943027055	Ship date:	Aug 15, 2006
		Weight:	1.0 lbs.

**Recipient:**  
671 S ANDERSON ST  
Los Angeles, CA 90023 US

**Shipper:**  
RUE21  
RUE21  
800 COMMONWEALTH DR  
SUITE 100  
WARRENDALE, PA 15086 US

**Reference**  
**Department number**

MD/ KHAOTIK LOVE  
FINANCE

Thank you for choosing FedEx Ground.

FedEx Ground  
Delivery Information Department  
1.800.GoFedEx 1.800.463.3339